

# EXHIBIT 16



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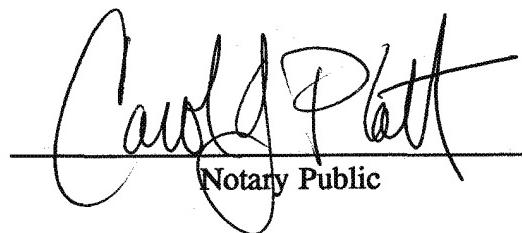
**CERTIFICATION**

VOL. 3226 PAGE 154

UNITED STATES OF AMERICA }  
STATE OF NEW YORK }  
COUNTY OF NEW YORK } ss:

I, Carol G. Platt, the undersigned Notary Public of the State of New York, do hereby certify under penalty of perjury under the laws of the United States of America that the attached document is a true and accurate copy of the original which I have seen.

Signed this 22nd day of March, 1996 at New York, New York.



Carol G. Platt  
Notary Public

CAROL G. PLATT  
NOTARY PUBLIC, State of New York  
No. 31-4950989  
Qualified in New York County  
Commission Expires May 15, 1997

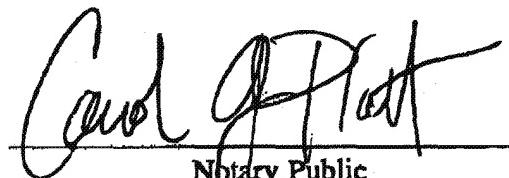
**CERTIFICATION**

VOL.3226 PAGE 154A

UNITED STATES OF AMERICA }  
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COUNTY OF NEW YORK }

I, Carol G. Platt, the undersigned Notary Public of the State of New York, do hereby certify under penalty of perjury under the laws of the United States of America that the attached document is a true and accurate copy of the original which I have seen.

Signed this 22nd day of March, 1996 at New York, New York.

  
\_\_\_\_\_  
Notary Public  
Duly authorized Agent of  
Marvel Entertainment Group, Inc.

CAROL G. PLATT  
NOTARY PUBLIC, State of New York  
No. 31-4950989  
Qualified in New York County  
Commission Expires May 15, 1997

Exhibit CCOPYRIGHT ASSIGNMENT

This Copyright Assignment, made this 1st day of September, 1995, by and between Marvel Entertainment Group, Inc., a corporation of the State of Delaware, having its principal office and place of business at 387 Park Avenue South, New York, New York 10016 ("Assignor"), and Marvel Characters, Inc., a corporation of the State of Delaware, having its principal office and place of business at 26707 West Agoura Road, Calabasas, California 91302 ("Assignee").

WHEREAS, Assignor is the owner of registered and unregistered copyrights inherent in its comic books and comic book-related works, including but not limited to those set forth on Schedule A hereto, including all registrations and copyright applications relating thereto (collectively, the "Copyrights"); and

WHEREAS, Assignor is engaged in the business of, among other activities, creating comic books and comic-book related material through its own employees and through independent contractors who are party to work-for-hire agreements with Assignor, and Assignor will, therefore, after the date hereof, become the owner of the copyrights inherent in such newly-created comic books and comic book-related works (such new copyrights, the "Future Copyrights"); and

WHEREAS, Assignor is transferring to Assignee that portion of Assignor's business devoted to licensing of the Copyrights, among other intellectual property (the "Licensing Business"); and

WHEREAS, in order to conduct the Licensing Business, it is necessary for Assignee to acquire Assignor's entire right, title and interest in and to the Copyrights, and in and to the Future Copyrights, as they come into existence;

NOW, THEREFORE, by this document, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, and transfer to Assignee, and its successors and assigns, Assignor's entire right, title and interest, in the United States and all foreign countries, in and to the Copyrights and Future Copyrights, any renewals and extensions thereof, all rights of reversion and termination, all prior versions of the works and all works based upon, derived from, or incorporating such works, and in and to all income, royalties, damages, claims, and payments now or hereafter due or payable with respect thereto, and in and to all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present, or future infringement of the rights assigned to Assignee under this Copyright Assignment.

Assignor hereby agrees to execute any papers and to perform such other proper acts as Assignee and its successors or assigns may deem reasonably necessary to secure to Assignor and its successors or assigns, the rights hereby transferred.

This Copyright Assignment and its validity, construction and performance shall be governed in all respects by the laws of the state of New York applicable to agreements made and wholly performed therein without giving effect to principles of conflicts of laws. The parties consent and agree to the exclusive jurisdiction of the State and federal courts having jurisdiction over New York County, New York, with respect to any action which any party desires to commence arising out of or in connection with this Copyright Assignment.

**MARVEL ENTERTAINMENT GROUP, INC.**

By: Gerard Calabrese

Name: GERARD CALABRESE  
President  
Marvel Comics Group

Title: and Executive Vice President  
Marvel Entertainment Group, Inc.

**MARVEL CHARACTERS, INC.**

By: Gary Gittelsohn

Name: GARY GITTELSON

Title: VICE PRESIDENT

STATE OF NEW YORK:  
COUNTY OF NEW YORK:

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On this 6<sup>th</sup> day of November, 1995, before me, a Notary Public in and for the State of New York, County of New York, personally appeared Gerard Calabrese, to me known to be Executive Vice President of Marvel Entertainment Group, Inc., and being duly sworn, averred that, being duly authorized, (s)he executed the foregoing Copyright Assignment as the free act and deed of said corporation for the uses and purposes set forth.

Phyllis Schoenberg  
NOTARY PUBLIC

My commission expires: 9/2/97

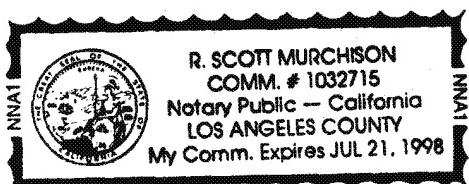
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Notary Public, State of New York  
No. 01SC4953986  
Qualified in New York County  
Commission Expires 9/2/97

STATE OF CALIFORNIA:  
COUNTY OF LOS ANGELES:

On this 26<sup>th</sup> day of OCTOBER, 1995, before me, a Notary Public in and for the State of California, County of Los Angeles, personally appeared GARY GITTELSOHN, to me known to be VICE PRESIDENT of Marvel Characters, Inc., and being duly sworn, averred that, being duly authorized, (s)he executed the foregoing Copyright Assignment as the free act and deed of said corporation for the uses and purposes set forth.

R. Scott Murchison  
NOTARY PUBLIC

My commission expires: 7/21/98



**PUBLICATIONS**

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Stan Lee Presents Luke Cage, Power Man

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Stan Lee Presents The Ever-Lovin', Blue-Eyed Thing

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**PUNISHER X/Graphitti**

91

**SPIDER-MAN VIII**

92

**DEATHLOK I**

93

**WOLVERINE VI**

94

**SILVER SURFER/GALACTUS/Neon**

95

**THING**

96

**X-MEN III/Cover to #275**

97

**THING VS. HULK**

98

**CAPTAIN AMERICA II**

99

**PUNISHER XI**

100

**WOLVERINE VII**

101

**WOLVERINE, GHOST RIDER & THE PUNISHER**

102

**SPIDER-MAN VIII**

103

**DAREDEVIL & ELEKTRA**

- 104 GUARDIANS OF THE GALAXY  
105 IRON MAN III/Suits of Armor  
106 GHOST RIDER I/Fluorescent  
107 DOCTOR STRANGE/Skulls  
108 X-MEN II/Grounded  
109 SPIDER-MAN & MARY JANE WATSON-PARKER  
110 THOR CORPS I  
111 WOLVERINE & CABLE Anniversary  
112 INFINITY WAR, THE  
113 VILLAINS GALLERY/X- Men  
114 ORIGINAL X-MEN  
115 THINGS TO COME/X-Men  
116 TIME OFF/X-Men  
117 GHOST RIDER II  
118 GUARDIANS OF THE GALAXY  
119 PUNISHER XII/With Gun  
120 WOLVERINE VIII/Scuba  
121 X-MEN V/Vertical Door  
122 GHOST RIDER III/Midnight Sons  
123 X-MEN VI/Horizontal Door  
124 EXCALIBUR  
125 SPIDER-MAN & SPIDER-MAN 2099 I  
126 HULK/Reprint of #1  
127 PSYLOCKE/Swimsuit  
128 MARVEL UNIVERSE/Part 1 of 2

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129 MARVEL UNIVERSE/Part 2 of 2  
130 X-MEN VII/Tryptich VOL 3226 PAGE 221  
131 X-MEN VIII/Swimsuit  
132 SPIDER-MAN VS. VENOM  
133 GHOST RIDER IV  
135 SILVER SABLE  
136 PUNISHER/Reprint of Punisher X  
137 CABLE I  
138 WOLVERINE IX  
139 GHOST RIDER IV  
140 WOLVERINE V. SABRETOOTH I  
141 CARNAGE/SPIDER-MAN/VENOM  
142 HULK & FRIENDS  
143 DEADPOOL I  
144 MAGNETO I  
145 SPIDER-MAN & MARY JANE/Swimsuit  
146 INFINITY CRUSADE  
147 WOLVERINE X  
148 AVENGERS/30th Anniversary  
149 STORM/Swimsuit  
150 NEW WARRIORS  
151 SABRETOOTH/Inside Cover #1  
152 DAREDEVIL IV/Cover to Marvel Age  
153 VENOM II/Sewer Ceiling  
154 MIDNIGHT SONS II/Burn at bottom

|     |                               |
|-----|-------------------------------|
| 155 | GAMBIT I/Card Layout          |
| 156 | PUNISHER XIII/Pose on Chimney |
| 157 | LETHAL FOES OF SPIDER-MAN     |
| 158 | X-MEN 2099/spread from series |
| 159 | WOLVERINE XI/running          |
| 160 | VENGEANCE I/Logo Down side    |
| 161 | SPIDER-MAN 2099 I/City Scene  |
| 162 | X-MEN                         |
| 163 | SPIDER-MAN IX/Very realistic  |
| 164 | HULK VS. THING II             |
| 165 | X-MEN IX                      |
| 166 | PUNISHER XIV                  |
| 167 | THOR CORPS                    |
| 168 | SILVER SABLE II               |
| 169 | ROGUE II                      |
| 170 | X-MEN 2099 II/Painting        |
| 171 | HULK 2099 I                   |
| 172 | GENERATION X I                |
| 173 | SPIDER-MAN X                  |
| 174 | X-MEN X/Painting              |
| 175 | BISHOP I/Painting             |
| 176 | ROGUE III                     |
| 177 | GAMBIT II                     |
| 178 | FANTASTIC FOUR III            |
| 179 | SPIDER-MAN XI                 |

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180 MARVELS  
181 CABLE II  
182 GHOST RIDER  
183 X-MEN  
184 WOLVERINE  
185 SILVER SURFER III  
186 VENOM III  
187 PUNISHER XV  
188 SPIDER-MAN XII  
189 2099 UNIVERSE  
190 HULK  
191 PUNISHER  
192 WOLVERINE  
193 GAMBIT  
194 IRON MAN  
195 SPIDER-MAN  
196 CABLE  
197 PUNISHER  
198 X-MEN  
199 SPIDER-MAN  
200 CAPTAIN AMERICA

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**TV Series****Fantastic Four Title List**

| <u><b>Episode #</b></u> | <u><b>Series #</b></u> | <u><b>Episode Title</b></u> |
|-------------------------|------------------------|-----------------------------|
| 1                       | 4301                   | "A Monster Among Us"        |
| 2                       | 4303                   | "Phantom of Film City"      |
| 3                       | 4306                   | "The Mole Man"              |
| 4                       | 4304                   | "Medusa & The Inhumans"     |
| 5                       | 4302                   | "The Menace of Magneto"     |
| 6                       | 4308                   | "Meet Doctor Doom"          |
| 7                       | 4305                   | "The Diamond of Doom"       |
| 8                       | 4309                   | "Frightful Four"            |
| 9                       | 4310                   | "Calamity on the Campus"    |
| 10                      | 4307                   | "Olympics of Space"         |
| 11                      | 4311                   | "Impossible Man"            |
| 12                      | 4312                   | "Final Victory of Dr. Doom" |
| 13                      | 4313                   | "Living Bomb Burst"         |

**Marvel Superheroes Title List****Captain America**

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| <u>Digest #</u> | <u>Title</u>                  |
|-----------------|-------------------------------|
| MCA 6101        | THE SLEEPER SHALL AWAKE       |
| MCA 6102        | WHERE WALKS THE SLEEPER       |
| MCA 6103        | THE FINAL SLEEP               |
| MCA 6104        | ZEMO AND MASTERS OF EVIL      |
| MCA 6105        | ZEMO STRIKES                  |
| MCA 6106        | THE FURY OF ZEMO              |
| MCA 6107        | THE GIRL FROM CAP'S PAST      |
| MCA 6108        | THE STAGE IS SET              |
| MCA 6109        | THIRTY MINUTES TO LIVE        |
| MCA 6110        | THE ORIGIN OF CAPTAIN AMERICA |
| MCA 6111        | WRECKERS AMONG US             |
| MCA 6112        | ENTER RED SKULL               |
| MCA 6113        | MIDNIGHT IN GREYMOOR CASTLE   |
| MCA 6114        | IF THIS BE TREASON            |
| MCA 6115        | WHEN YOU LIE DOWN WITH DOGS   |
| MCA 6116        | THE RETURN OF CAPTAIN AMERICA |
| MCA 6117        | THE SEARCH                    |
| MCA 6118        | TO LIVE AGAIN                 |
| MCA 6119        | REVENGE OF CAPTAIN AMERICA    |
| MCA 6120        | THE TRAP IS SPRUNG            |
| MCA 6121        | SO DIES A VILLAIN             |
| MCA 6122        | THE SENTINEL AND THE SPY      |

- Captain America (continued)

| <u>Digest #</u> | <u>Title</u>                 | vol.3226 PAGE 226 |
|-----------------|------------------------------|-------------------|
| MCA 6123        | THE FANTASTIC ORIGIN OF RED  |                   |
| MCA 6124        | LEST TYRANNY TRIUMPH         |                   |
| MCA 6125        | THE RED SKULL LIVES          |                   |
| MCA 6126        | HE WHO HOLDS THE COSMIC CUBE |                   |
| MCA 6127        | THE RED SKULL SUPREME        |                   |
| MCA 6128        | WHEN THE COMMISSAR COMMANDS  |                   |
| MCA 6129        | DOORWAY TO DOOM              |                   |
| MCA 6130        | DUEL OR DIE                  |                   |
| MCA 6131        | LET THE PAST BE DONE         |                   |
| MCA 6132        | THE INCONCEIVABLE ADAPTOID   |                   |
| MCA 6133        | THE SUPER-ADAPTOID           |                   |
| MCA 6134        | THE BITTER TASTE OF DEFEAT   |                   |
| MCA 6135        | SORCERY'S TRIUMPH            |                   |
| MCA 6136        | THE ROAD BACK                |                   |
| MCA 6137        | THE SWORDSMAN                |                   |
| MCA 6138        | VENGEANCE IS OURS            |                   |
| MCA 6139        | EMISSARY OF DESTRUCTION      |                   |

- Incredible Hulk

| <u>Digest #</u> | <u>Title</u>          |
|-----------------|-----------------------|
| MHU 6201        | MENACE TO MANKIND     |
| MHU 6202        | CAPTURED AT LAST      |
| MHU 6203        | ENTER...THE CHAMELEON |

|          |                                |
|----------|--------------------------------|
| MHU 6204 | A TITAL RIDES THE TRAIN ?????? |
| MHU 6205 | THE HORDE OF HUMANOIDS         |
| MHU 6206 | HULK ON THE RAMPAGE            |
| MHU 6207 | THE POWER OF DR. BANNER        |
| MHU 6208 | WHERE STRIDES THE BEHEMOTH     |
| MHU 6209 | BACK FROM THE DEAD             |
| MHU 6210 | MICRO-MONSTERS                 |
| MHU 6211 | THE LAIR OF THE LEADER         |
| MHU 6212 | TO LIVE AGAIN                  |
| MHU 6213 | ORIGIN OF THE HULK             |
| MHU 6214 | ENTER THE GORGON               |
| MHU 6215 | TO BE A MAN                    |
| MHU 6216 | THE TERROR OF THE TOADMAN      |
| MHU 6217 | BRUCE BANNER-WANTED FOR        |
| MHU 6218 | HULK RUNS AMOK                 |
| MHU 6219 | THE SPACE PHANTOM              |
| MHU 6220 | STING OF THE WASP              |
| MHU 6221 | EXIT THE HULK                  |
| MHU 6222 | ENTER TYRANNUS                 |

- **The Incredible Hulk (continued)**

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| <u>Digest #</u> | <u>Title</u>                        |
|-----------------|-------------------------------------|
| MHU 6223        | BEAUTY AND THE BEAST                |
| MHU 6224        | THEY DWELL IN THE DEPTHS            |
| MHU 6225        | THE TERROR OF THE T-GUN             |
| MHU 6226        | I...AGAINST THE WORLD               |
| MHU 6227        | BRUCE BANNER IS THE HULK            |
| MHU 6228        | THE INCREDIBLE HULK VS THE          |
| MHU 6229        | THE MASTER TESTS HIS METAL          |
| MHU 6230        | MIND OVER METAL                     |
| MHU 6231        | THE RINGMASTERS                     |
| MHU 6232        | CAPTIVE OF THE CIRCUS               |
| MHU 6233        | THE GRAND FINALE                    |
| MHU 6234        | THE MAN CALLED BOOMERANG            |
| MHU 6235        | THE HULK INTERVENES                 |
| MHU 6236        | LESS THAN MONSTER, MORE THAN<br>MAN |
| MHU 6237        | WITHIN THE MONSTER DWELLS A         |
| MHU 6238        | ANOTHER WORLD, ANOTHER FOE          |
| MHU 6239        | THE WISDOM OF THE WATCHER           |

Collectible Comic Character Trading Card Sets

| <u>Title of Trading Card Set</u>       | <u>Publication (Release) Date</u> |
|----------------------------------------|-----------------------------------|
| MARVEL UNIVERSE - Series I             | December 1990                     |
| MARVEL UNIVERSE - Series II            | June 1991                         |
| X-MEN - Series I                       | February 1992                     |
| MARVEL UNIVERSE - Series III           | June 1992                         |
| MARVEL MASTERPIECES - Series I         | December 1992                     |
| X-MEN - Series II                      | March 1993                        |
| MARVEL UNIVERSE - Series IV            | June 1993                         |
| MARVEL MASTERPIECES - Series II        | November 1993                     |
| '94 FLEER ULTRA X-MEN                  | January 10, 1994                  |
| 1994 The AMAZING SPIDER-MAN            | March 22, 1994                    |
| '94 FLAIR Presents The Marvel Universe | June 8, 1994                      |
| MARVEL CARDS UNIVERSE 1994             | August 24, 1994                   |
| 1994 EDITION MARVEL MASTERPIECES       | September 23, 1994                |
| '95 FLEER ULTRA X-MEN                  | December 1, 1994                  |
| '95 FLAIR MARVEL ANNUAL                | January 30, 1995                  |
| MARVEL METAL 1995                      | March 24, 1995                    |
| '95 FLEER ULTRA SPIDER-MAN             | May 26, 1995                      |
| OVERPOWER CARD GAME                    | August 22, 1995                   |

Updated as of September 1, 1995